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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
	)	

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**DEBTORS' EXHIBIT LIST**

Debtors' Exhibit List  
May 15, 2013

EXHIBIT NUMBER	DATE	BATES RANGE	DEPOSITION EXHIBIT NUMBER	DESCRIPTION	ADMITTED	WITHDRAWN
D1	04/30/12	RC-9019_00093427 - RC-9019_00093430	N/A	Email chain among J. Ruckdaschel, T. Devine, T. Hamzehpour, and others, forwarding email among J. Cancelliere and others regarding government-sponsored enterprise data		
D2	05/10/12	RC-9019_00049671 - RC-9019_00049677	Depo. Ex. 43	Email chain among P. Zellmann, J. Cancelliere, J. Ruckdaschel, T. Devine, and others regarding investor footprint		
D3	05/12/12	RC-9019_00050461 - RC-9019_00050464	N/A	Email chain among J. Cancelliere, K. Crost, J. Ruckdaschel, and others regarding investor footprint		
D4	10/25/12	N/A	N/A	Spreadsheet titled "PLS Securities Analysis 2004-2007"		
D5	10/26/11	ALLY_PEO_0042786 - ALLY_PEO_0042787	Depo. Ex. 51	Email from W. Solomon to M. Carpenter, T. Devine, T. Hamzehpour, and others, attaching K. Patrick's October 25, 2011 letter to W. Solomon		
D6	05/06/12	RC-9019_00049107 - RC-9019_00049141	Depo. Ex. 140	Email chain among G. Lee, T. Devine, T. Hamzehpour, and others, attaching draft Plan Support Agreement and Settlement Agreement		
D7	05/08/12	ALLY_0160047 - ALLY_0160051	N/A	Email chain among J. Cancelliere, G. Lee, T. Devine, M. Renzi, and others regarding RMBS settlement negotiations with K. Patrick		
D8	05/08/12	RC-9019_00049179 - RC-9019_00049182	Depo. Ex. 146	Email chain among T. Devine, G. Lee, J. Ruckdsachel, J. Cancelliere, and others regarding defect rates		
D9	05/08/12	RC-9019_00060347 - RC-9019_00060349	N/A	Email chain among J. Cancelliere, G. Lee, T. Devine, and others regarding defect rates		
D10	05/11/12	RC-9019_0050306	Depo. Ex. 153	Email chain among J. Levitt, T. Devine, and others regarding RMBS settlement negotiations and draft agreements		
D11	05/13/12	ALLY_0144252 - ALLY_0144253	Depo. Ex. 155	Email chain between T. Franklin and T. Devine regarding RMBS settlement agreement		
D12	10/26/11	II_RESCAP0000093	Depo Ex. 68	Letter from T. Hamzehpour to K. Patrick regarding meeting		
D13	11/18/11	RC-9019_00089162 - RC-9019_00089173	N/A	Email among H. Benton, W. Solomon, T. Hamzehpour, T. Franklin, and others, attaching T. Franklin's November 18, 2011 letter to T. Hamzehpour regarding potential claims		
D14	11/19/11	II_RESCAP0000097 - II_RESCAP0000098	Depo. Ex. 69	Email chain between T. Hamzehpour and K. Patrick regarding meeting		
D15	12/14/11	RC-9019_00089232 - RC-9019_00089237	N/A	Email chain among T. Devine, D. Sheeren, T. Hamzehpour, and others regarding confidentiality and tolling agreements		
D16	12/15/11	ALLY_PEO_0042503 - ALLY_PEO_0042508	N/A	Email chain among T. Devine, T. Hamzehpour, D. Sheeren, and others regarding confidentiality and tolling agreements		

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D17	03/23/12	RC-9019_00093788 - RC-9019_00093789	N/A	Email among T. Devine, T. Hamzehpour, D. Sheeren, and others regarding data template		
D18	04/13/12	RC-9019_00061397 - RC-9019_00061410	N/A	Email chain among T. Devine, T. Hamzehpour, D. Sheeren, K. Patrick, and others, attaching confidentiality and tolling agreements between the Debtors and Steering Committee Group		
D19	04/16/12	RC-9019_00048949 - RC-9019_00048955	N/A	Email from T. Hamzehpour to G. Lee, forwarding chain among T. Hamzehpour, W. Solomon, and others, attaching K. Patrick's October 17, 2011 letter to W. Solomon, W. Solomon's October 21, 2011 letter to K. Patrick, and K. Patrick's October 25, 2011 letter to W. Solomon		
D20	04/17/12	RC-9019_00048956 - RC-9019_00048957	Depo Ex. 76	Email chain among T. Devine, G. Lee, T. Hamzehpour, and others regarding K. Patrick		
D21	04/18/12	RC-9019_00060240	Depo Ex. 14	Email chain among G. Lee, L. Rosten, J. Cancelliere, T. Hamzehpour, and T. Devine regarding K. Patrick		
D22	04/23/12	RC-9019_00061443	N/A	Email chain between T. Hamzehpour and T. Devine regarding waterfall analysis		
D23	04/24/12	RC-9019_00062398 - RC-9019_00062400	Depo. Ex. 20	Redacted email chain among G. Lee, K. Chopra, M. Renzi, W. Nolan, T. Devine, T. Hamzehpour, and others regarding waterfall analysis		
D24	04/26/12	RC-9019_00048969	N/A	Email chain among T. Devine, G. Lee, and T. Hamzehpour regarding K. Patrick		
D25	04/27/12	RC-9019_00048974 - RC-9019_00048975	Depo Ex. 44	Email chain among T. Devine, W. Solomon, T. Hamzehpour, and others regarding RMBS settlement negotiations		
D26	04/30/12	RC-9019_00061485- RC-9019_00061487	N/A	Email chain among T. Devine, G. Lee, T. Hamzehpour, J. Ruckdaschel, and others regarding government-sponsored enterprise data		
D27	05/02/12	RC-9019_00048987 - RC-9019_00048999	N/A	Email chain among G. Lee, K. Patrick, T. Devine, and others, forwarding discussion materials dated May 2, 2012		
D28	05/03/12	RC-9019_00061522	N/A	Email from G. Lee to K. Patrick, T. Hamzehpour, and others regarding RMBS settlement agreement and plan support agreement		
D29	05/04/12	RC-9019_00049082	Depo Ex. 83	Email chain among T. Devine, G. Lee, and T. Hamzehpour regarding K. Patrick		
D30	05/07/12	RC-9019_00047870 - RC-9019_00047905	Depo Ex. 116	Email chain among G. Lee, K. Patrick, T. Hamzehpour, and others, attaching draft RMBS Settlement Agreement and Plan Support Agreement		
D31	05/07/12	RC-9019_00049157 - RC-9019_00049159	Depo Ex. 41	Email chain among J. Cancelliere, T. Devine, T. Hamzehpour, M. Renzi, G. Lee, and others regarding defect rates		
D32	05/07/12	RC-9019_00060340	N/A	Email from G. Lee to T. Devine, T. Hamzehpour, and others regarding RMBS settlement negotiations		

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D33	05/07/12	RC-9019_00060345 - RC-9019_00060346	N/A	Email chain among G. Lee, T. Devine, T. Hamzehpour, and others regarding RMBS settlement negotiations		
D34	05/09/12	RC-9019_00049197	Depo Ex. 148	Email chain among G. Lee, T. Devine, T. Hamzehpour, and others regarding T. Franklin		
D35	05/09/12	RC-9019_00049216 - RC-9019_00049217	N/A	Email chain among G. Lee, T. Devine, T. Hamzehpour, and others regarding RMBS settlement		
D36	05/09/12	RC-9019_00061910	Depo Ex. 66	Redacted email chain among G. Lee, T. Hamzehpour, T. Devine, and others regarding allowed claim		
D37	05/13/12	RC-9019_00047076 - RC-9019_00047182	N/A	Plan Support Agreement entered into by and among ResCap, Ally, and Consenting Claimants		
D38	08/15/12	N/A	N/A	Amended and Restated RMBS Trust Settlement Agreement with Steering Committee Group, ECF No. 1176-2		
D39	08/15/12	N/A	N/A	Amended and Restated RMBS Trust Settlement Agreement with Talcott Franklin Group, ECF No. 1176-3		
D40	09/20/12	N/A	N/A	Third Amended and Restated RMBS Trust Settlement Agreement with Talcott Franklin Group, ECF No. 1887-3		
D41	09/21/12	N/A	N/A	Third Amended and Restated RMBS Trust Settlement Agreement with Steering Committee Group, ECF No. 1887-2		
D42	12/05/11	RC40018718 - RC40018723	N/A	December 5, 2011 ResCap Board of Directors Meeting Minutes		
D43	01/25/12	RC40019194 - RC40019195	N/A	January 25, 2012 ResCap Board of Directors Meeting Minutes		
D44	12/05/08	RC40005939 - RC40005942	N/A	December 5, 2008 ResCap Board of Directors Meeting Minutes		
D45	02/24/10	RC40018736 - RC40018738	N/A	February 24, 2010 ResCap Board of Directors Meeting Minutes		
D46	11/05/10	RC40018844 - RC40018848	N/A	November 5, 2010 ResCap Board of Directors Meeting Minutes		
D47	01/27/11	RC40018417 - RC40018422	N/A	January 27, 2011 ResCap Board of Directors Meeting Minutes		
D48	05/06/11	RC40018456 - RC40018460	N/A	May 6, 2011 ResCap Board of Directors Meeting Minutes		

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D49	08/15/11	ALLY_0150091 - ALLY_0150093	Depo Ex. 63	Email chain among J. Whitlinger, J. Mackey, T. Marano, and others, attaching T. Marano's August 12, 2011 letter to M. Carpenter regarding capital issues		
D50	10/30/11	RESCAP-RMBS-INDDIR-0371 - RESCAP-RMBS-INDDIR-0380	N/A	Redacted email chain among T. Hamzehpour, T. Marano, J. Mackey, and others, attaching K. Patrick's October 17, 2011 letter to W. Solomon, W. Solomon's October 21, 2011 letter to K. Patrick, and K. Patrick's October 25, 2011 letter to W. Solomon		
D51	04/27/12	N/A	N/A	Ally Financial Inc. Form 10-Q for the quarterly period ended March 31, 2012, dated April 27, 2012		
D52	05/09/12	RC-9019_00054001 - RC-9019_00054005	Exp. Depo Ex. 12	May 9, 2012 ResCap Board of Directors Meeting agenda and materials		
D53	05/09/12	RC-9019_00054006 - RC-9019_00054007	Depo Ex. 61	May 9, 2012 ResCap Board of Directors Meeting Minutes		
D54	05/13/12	RC-9019_00054008 - RC-9019_00054022	Depo Ex. 62	May 13, 2012 ResCap Board of Directors Meeting Minutes and Exhibit A		
D55	08/15/12	RC-9019_00053781	Depo Ex. 109	Email chain among A. Princi, G. Lee, J. Mack, J. Ilany, S. Abreu, J. Whitlinger, T. Marano, T. Hamzehpour, and others regarding amendment to RMBS settlement agreements		
D56	05/15/13	N/A	N/A	Demonstrative: Chart of Litigation Fees Versus Non-Litigation Fees		
D57	05/15/13	N/A	N/A	Demonstrative: Chart of Duration of Pre-Packaged, Prearranged and Other Chapter 11 Cases		
D58	05/15/13	N/A	N/A	Demonstrative: Chart of Range of Potential Outcomes		
D59	04/19/12	RC-9019_00093235 - RC-9019_00093272	N/A	Email from M. Renzi to G. Lee, J. Levitt, and others, attaching April 19, 2012 presentation titled "Draft Litigation Claims"		
D60	04/30/12	RC-9019_00047830 - RC-9019_00047841	Depo Exs. 2, 19	Email from M. Renzi to T. Devine, J. Levitt, G. Lee, and others, attaching discussion materials dated April 25, 2012		
D61	05/03/12	RC-9019_00047843 - RC-9019_00047854	Depo Ex. 22	Email from G. Lee to R. Kiely, M. Renzi, and others, attaching discussion materials dated May 3, 2012		
D62	05/08/12	RC-9019_00093305 - RC-9019_00093317	Depo Ex. 27	Email chain among M. Renzi, G. Lee, and others, attaching discussion materials dated May 7, 2012		
D63	04/05/12	RC-9019_00093357 - RC-9019_00093370	Depo Ex. 13	Email from M. Renzi to J. Mack and others regarding assets and liabilities presentation		
D64	03/27/12	ALLY_0159898 - ALLY_0159902	N/A	Email chain among T. Devine, J. Blaschko, J. Ruckdaschel, D. Sheeren, and others regarding data template		

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D65	04/16/12	RC-9019_00047796 - RC-9019_00047797	N/A	Email chain among G. Lee, J. Levitt, J. Ruckdaschel, K. Patrick, T. Hamzehpour, and others regarding data template		
D66	02/01/13	N/A	N/A	Vita of K. Schipper, ECF No. 2806-1		
D67	05/25/12	RC-9019_00045459	Depo Ex. 39	Fortace Analysis regarding private-label securities demand data		
D68	07/01/11	RC40018628 - RC40018633	N/A	July 1, 2011 ResCap Board of Directors Meeting Minutes		
D69	07/28/11	RC40020608 - RC40020612	N/A	July 28, 2011 ResCap Audit Committee Meeting Minutes		
D70	11/04/11	RC40020632 - RC40020636	N/A	November 4, 2011 ResCap Audit Committee Meeting Minutes		
D71	02/10/12	RC40019205- RC40019208	N/A	February 10, 2012 ResCap Board of Directors Meeting Minutes		
D72	04/27/12	RC-9019_00093832 - RC-9019_00093835	N/A	Memo to File from Accounting Policy to T. Devine and others regarding loss disclosure		
D73	05/01/12	RC40022273 - RC40022367	Depo. Ex. 55	May 1, 2012 ResCap Audit Committee Meeting agenda and materials		